

Hearing Date and Time: June 24, 2009 at 10:00 a.m.

Mark C. Ellenberg, Esq., *Pro Hac Vice*
John H. Thompson, Esq.
CADWALADER, WICKERSHAM & TAFT LLP
1201 F Street N.W., Suite 1100
Washington, DC 20004
Telephone: (202) 862-2200
Facsimile: (202) 862-2400

- and -

Howard R. Hawkins, Jr. Esq.
Ellen M. Halstead, Esq.
CADWALADER, WICKERSHAM & TAFT LLP
One World Financial Center
New York, New York 10281
Telephone: (212) 504-6000
Facsimile: (212) 504-6666

Attorneys for Morgan Stanley

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS HOLDINGS INC.,

Debtor.

Chapter 11

Case No. 08-13555 (JMP)

Jointly Administered

**JOINDER OF MORGAN STANLEY TO THE REQUEST OF THE ROYAL
BANK OF SCOTLAND PLC AND AFFILIATES FOR ADJOURNMENT
OF DEBTORS' MOTION FOR ESTABLISHMENT OF DEADLINE FOR
FILING PROOFS OF CLAIM, APPROVAL OF FORM AND MANNER
OF NOTICE THEREOF, AND APPROVAL OF PROOF OF CLAIM FORM**

Morgan Stanley & Co. Incorporated and certain of its affiliates, including Morgan Stanley Capital Group Inc., Morgan Stanley Capital Services Inc. and Morgan Stanley & Co. International plc (collectively, "Morgan Stanley"), by its undersigned counsel, hereby join in the request (the "Request") [Docket No. 4085], dated June 23, 2009, by The Royal Bank of Scotland plc, on behalf of itself and affiliates, including ABN Amro Bank N.V., ABN Amro Incorporated,

Sempra Energy Trading LLC, Sempra Energy Solutions LLC and Sempra Oil Trading Sarl (collectively, “RBS”), that this Court adjourn the hearing on the motion (the “Bar Date Motion”) [Docket No. 3654] of the above-captioned debtors and debtors-in-possession (the “Debtors”) for establishment of the deadline for filing proofs of claim, approval of the form and manner of notice thereof and approval of the proof of claim form.

1. Morgan Stanley is a creditor of certain of the Debtors. Prior to the petition date, Morgan Stanley and certain of the Debtors engaged in the trading of derivative contracts. As of the petition date, Morgan Stanley and the Debtors had over 50,000 trades between them. As a result of these trades, Morgan Stanley has claims against the Debtors.

2. On June 12, 2009, Morgan Stanley filed an objection to the Bar Date Motion [Docket No. 3875]. In its objection, Morgan Stanley requested that the Derivative Questionnaire and Guarantee Questionnaire requirement be deleted, at least with respect to Morgan Stanley and similarly situated parties.

3. Having waited eight months to even request establishment of a bar date, the Debtors have now noticed an evidentiary hearing on less than two days’ notice. As set forth in the Request, there would be substantial prejudice to creditors, such as RBS and Morgan Stanley, to hold an evidentiary hearing on less than two days notice. At the very least, the Debtors should provide parties who filed objections to the Bar Date Motion, declarations setting forth all direct testimony and documents the Debtors plan to rely on at the hearing and an opportunity for discovery.

4. Morgan Stanley reserves all rights and nothing herein shall be construed as an admission or waiver of any rights or claims that Morgan Stanley may be entitled to assert.

Dated: Washington, DC
June 23, 2009

CADWALADER, WICKERSHAM & TAFT LLP

/s/ Mark C. Ellenberg

Mark C. Ellenberg, Esq., *Pro Hac Vice*

John H. Thompson, Esq.

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